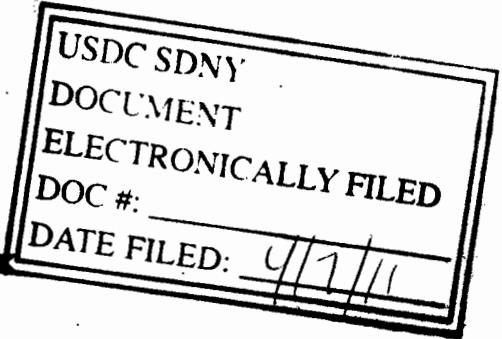


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORKIN RE MUNICIPAL DERIVATIVES
ANTITRUST LITIGATION

MDL No. 1950

THIS DOCUMENT RELATES TO:

*Active Retirement Community, Inc., d/b/a
Jefferson's Ferry v. Bank of America,
N.A., et al.*; No. 10-8273
*City of Los Angeles v. Bank of America,
N.A., et al.*; No. 08-10351
*City of Riverside, et al. v. Bank of America,
N.A., et al.*; No. 09-10102
*City of Stockton v. Bank of America, N.A.,
et al.*; No. 08-10350
*Contra Costa County v. Bank of America,
N.A., et al.*; No. 09-1197
*County of San Diego v. Bank of America,
N.A., et al.*; No. 09-1195
*County of San Mateo v. Bank of America,
N.A., et al.*; No. 09-1196
*County of Tulare v. Bank of America, N.A.,
et al.*; No. 10-0628
*Los Angeles World Airports v. Bank of
America, N.A., et al.*; No. 10-0627
*The Redevelopment Agency of the City of
Stockton, et al. v. Bank of America,
N.A., et al.*; No. 10-0630
*Sacramento Municipal Utility District v.
Bank of America, N.A., et al.*;
No. 09-10103
*Sacramento Suburban Water District v.
Bank of America, N.A., et al.*;
No. 10-0629
*East Bay Municipal Utility District v. Bank
of America, N.A., et al.*; No. 10-4990
*City of Redwood City v. Bank of America, N.A., et
al.*; No. 10-4988
City of Richmond v. Bank of America, N.A., et al.;
No. 10-4989

Master Docket No. 08-02516 (VM)
(GWG)**STIPULATION AND [PROPOSED]
ORDER GRANTING PUBLIC
ENTITY PLAINTIFFS' LEAVE TO
FILE AMENDED COMPLAINTS AND
CONCERNING DEFENDANTS'
RESPONSES THERETO**

City of San Jose, et al. v. Bank of America, N.A., et al.; No. 10-04991
Redevelopment Agency of the City and County of San Francisco v. Bank of America, N.A., et al.; No. 10-4987

WHEREAS, on February 17, 2011, the Court entered an Order Granting Plaintiff Jefferson's Ferry ("Jefferson's Ferry") Leave to File its Second Amended Complaint ("JFSAC");

WHEREAS, on February 23, 2011, Jefferson's Ferry filed the JFSAC with the Court;

WHEREAS, on May 17, 2010, Plaintiff Contra Costa County filed its Third Amended Complaint and seeks to file its Fourth Amended Complaint ("CCCFAC");

WHEREAS, on May 18, 2010, Plaintiff East Bay Municipal Utilities District filed its Complaint and seeks to file its First Amended Complaint ("EBMUDFAC");

WHEREAS on, May 10, 2010, Plaintiff Los Angeles World Airports filed its First Amended Complaint and seeks to file its Second Amended Complaint ("LAWASAC");

WHEREAS on May 17, 2010, Plaintiff City of Los Angeles filed its Second Amended Complaint and seeks to file its Third Amended Complaint ("LATAC");

WHEREAS on May 18, 2010, Plaintiff City of Redwood City filed its Complaint and seeks to file its First Amended Complaint ("REDFAC");

WHEREAS on May 18, 2010, Plaintiff City of Richmond filed its Complaint and seeks to file its First Amended Complaint ("RICHFAC");

WHEREAS on May 10, 2010, Plaintiffs City of Riverside, et al. filed their First Amended Complaint and seeks to file its Second Amended Complaint ("RIVSAC");

WHEREAS on May 10, 2010, Plaintiff Sacramento Suburban Water District filed its First Amended Complaint and seeks to file its Second Amended Complaint ("SSWDSAC");

WHEREAS on May 17, 2010, Plaintiff San Mateo County filed its Third Amended Complaint and seeks to file its Fourth Amended Complaint ("SMFAC");

WHEREAS on May 17, 2010, Plaintiff San Diego County filed its Third Amended Complaint and seeks to file its Fourth Amended Complaint ("SDFAC");

WHEREAS on May 21, 2010, Plaintiffs City of San Jose, et al. filed their Complaint and seeks to file its First Amended Complaint ("SJFAC");

WHEREAS on May 18, 2010, Plaintiff Redevelopment Agency of the City and County of San Francisco filed its Complaint and seeks to file its First Amended Complaint ("SFRDAFAC");

WHEREAS on May 10, 2010, Plaintiff Sacramento Municipal Utilities District filed its First Amended Complaint and seeks to file its Second Amended Complaint ("SMUDSAC");

WHEREAS on May 10, 2010, Plaintiffs The Redevelopment Agency of the City of Stockton, et al. filed their First Amended Complaint and seeks to file its Second Amended Complaint ("SRDASAC");

WHEREAS on May 17, 2010, Plaintiff City of Stockton filed its Third Amended Complaint and seeks to file its Fourth Amended Complaint ("STOCKFAC");

WHEREAS on May 10, 2010, Plaintiff Tulare County filed its First Amended Complaint and seeks to file its Second Amended Complaint ("TSAC");

WHEREAS the CCCFAC, EBMUDFAC, LAWASAC, LATAC, REDFAC, RJCHFAC, RIVSAC, SSWDSAC, SMFAC, SDFAC, SJFAC, SFRDAFAC, SMUDSAC, SRDASAC, STOCKFAC and TSAC are collectively referred to herein as the "Amended Complaints";

WHEREAS Plaintiff Jefferson's Ferry, Plaintiff Contra Costa County, Plaintiff East Bay Municipal Utilities District, Plaintiff Los Angeles World Airports, Plaintiff City of Los Angeles, Plaintiff City of Redwood City, Plaintiff City of Richmond, Plaintiffs City of Riverside, Plaintiff City of Riverside Redevelopment Agency, Plaintiff City of Riverside Public Finance Authority, Plaintiff Sacramento Suburban Water District, Plaintiff San Mateo County, Plaintiff San Diego County, Plaintiffs City of San Jose, Plaintiff City of San Jose Redevelopment

Agency, Plaintiff City of San Jose Public Finance Authority, Redevelopment Agency of the City and County of San Francisco, Plaintiff Sacramento Municipal Utilities District, Plaintiffs The Redevelopment Agency of the City of Stockton, Plaintiff The Public Finance Authority of the City of Stockton, Plaintiff City of Stockton and Plaintiff Tulare County are collectively referred to herein as "Plaintiffs"; and

WHEREAS any entity named in any or all of the Amended Complaints is referred to herein as "Defendant" and collectively as "Defendants";

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiffs and Defendants, subject to the approval of the Court, as follows:

1. Pursuant to Federal Rule of Civil Procedure 15(b) Plaintiffs have leave to file the Amended Complaints;
2. Defendants' previously filed Answers to the complaints of Plaintiffs operative as of the date of this stipulation shall be deemed to apply to the Amended Complaints of Plaintiffs, and Defendants shall not be obligated to answer the Amended Complaints except as described herein;
3. Defendants' answers to the applicable new allegations listed in the Correlation Chart of New Allegations attached hereto as Exhibit A, whether answered as part of a Defendant's answer to the JFSAC or otherwise answered, shall be deemed to apply to each of the other corresponding paragraphs of the Amended Complaints; and
4. Defendants shall separately answer each of the paragraphs of the Amended Complaints listed in the New Client Specific Allegations attached hereto as Exhibit B, except to the extent that a defendant has already answered those allegations in a previously filed Answer, which responses shall be deemed to apply to each of the corresponding paragraphs in Exhibit B. This stipulation is without prejudice to the right of any Defendant to move to dismiss any Amended Complaint or any other complaint including without limitation the JFSAC.

Dated: March 28, 2011

COTCHETT, PITRE & McCARTHY, LLP

By: 

JOSEPH W. COTCHETT

NANCI E. NISHIMURA

STEVEN N. WILLIAMS

DANIEL R. STERRETT

COTCHETT, PITRE & McCARTHY, LLP

San Francisco Airport Office Center

840 Malcolm Road, Suite 200

Burlingame, CA 94010

Tel: (650) 697-6000

Fax: (650) 697-0577

COTCHETT, PITRE & McCARTHY, LLP

IMTIAZ SIDDIQUI

One Liberty Plaza, 23rd Floor

New York, NY 10006

Tel: (212) 682-3198

Fax: (212) 219-6678

Counsel for Plaintiffs

Dated: March 28, 2011

SIMPSON THACHER & BARTLETT LLP

By: 

THOMAS C. RICE

PERI L. ZELIG

RYAN A. KANE

SIMPSON THACHER & BARTLETT LLP

425 Lexington Avenue

New York, New York 10017

Tel: (212) 455-2000

Fax: (212) 455-2502

Interim Liaison Counsel for Defendants

Dated: March 28, 2011

KING & SPALDING LLP

By: 

SHANNON M. KASLEY

KEVIN R. SULLIVAN

PATRICIA L. MAHER
KING & SPALDING LLP
1700 Pennsylvania Avenue, N.W.
Washington, DC 20006-4706
Tel: (202) 737-0500
Fax: (202) 626-3737

*Attorneys for Defendant Bank of America, N.A.
and Merrill Lynch & Co., Inc.*

So Ordered: _____



Hon. Gabriel W. Gorenstein
United States Magistrate Judge

Dated: _____

April

Exhibit A

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

A	B	C	D	E	F	G	H	I	J	K	L	M
Tracking 1 #	Jefferson's Ferry 2nd Amended Complaint	Contra Costa County 4th Amended Complaint	EBMUD 1st Amended Complaint	LAWA 2nd Amended Complaint	City of Los Angeles 3rd Amended Complaint	City of Redwood City 1st Amended Complaint	City Richmond 1st Amended Complaint	City Riverside 2nd Amended Complaint	SSWD 2nd Amended Complaint	San Diego County 4th Amended Complaint	San Jose (City & RDA) 1st Amended Complaint	San Mateo County 4th Amended Complaint
2	1	12	12	12	12	12	12	12	12	12	12	12
3	2	28-29	28-29	28-29	28-29	28-29	28-29	28-29	28-29	28-29	28-29	28-29
4	3	31	31	31	31	31	31	31	31	31	31	31
5	4	36	34	33	34	34	34	37	34	34	35	34
6	5	53	51	50	51	51	51	54	47	51	47	51
7	6	63	61	60	61	61	61	64	57	61	57	61
8	7	65-70	63-68	62-67	63-68	63-68	63-68	66-71	59-64	63-68	59-64	63-68
9	8	80-88	78-86	77-85	78-86	78-86	78-86	81-89	74-82	78-86	74-82	78-86
10	9	112	110	109	110	110	110	113	110	110	111	110
11	10	113-114	111-112	110-111	111-112	111-112	111-112	114-115	111-112	111-112	112-113	111-112
12	11	119	117	116	117	117	117	120	117	117	118	117
13	12	123	121	120	121	121	121	124	121	121	122	121
14	13	133	131	130	131	131	131	134	131	131	132	131
15	14	168-171	166-169	165-168	166-169	166-169	166-169	169-172	166-169	166-169	167-170	166-169
16	15	181	179	178	179	179	179	182	179	179	180	179
17	16	185	183	182	183	183	183	186	183	183	184	183
18	17	194-195	192-193	191-192	192-194	192-193	192-193	195-196	192-193	192-193	193-194	192-193
19	18	206	204	203	204	204	204	207	204	204	205	204
20	19	207	205	204	205	205	205	208	205	205	206	205
21	20	208	206	205	206	206	206	209	206	206	207	206
22	21	220-222	218-220	217-219	218-220	218-220	218-220	221-223	218-220	218-220	217-219	218-220
23	22	233	231	230	231	231	231	234	231	231	232	231
24	23	235	233	232	233	233	233	236	233	233	234	233
25	24	252	250	249	250	250	250	253	250	250	251	250
26	25	263	261	260	261	261	261	264	261	261	262	261
27	26	249	247	246	247	247	247	250	247	247	248	247
28	27	257	255	254	255	255	255	258	255	255	256	255
29	28	258	256	255	256	256	256	259	256	256	257	256
30	29	295	293	292	293	293	293	296	293	293	294	293
31	30	302	300	299	300	300	300	303	300	300	301	300
32	31	304	302	301	302	302	302	305	302	302	303	302

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

	N	O	P	Q	R
	SF RDA 1st Amended Complaint	SMUD 2nd Amended Complaint	City of Stockton 4th Amended Complaint	Stockton RDA & PFA 2nd Amended Complaint	Tulare County 2nd Amended Complaint
1	12	12	12	12	12
2	28-29	28-29	28-29	28-29	28-29
3	31	31	31	31	31
4	34	33	34	36	34
5	51	NA	51	53	51
6	61	57	61	63	61
7	63-68	59-64	63-68	65-70	63-68
8	75-83	71-79	78-86	80-88	78-86
9	107	106	110	112	110
10	108-109	107-108	111-112	113-114	111-112
11	117	116	117	119	117
12	121	120	121	123	121
13	131	130	131	133	131
14	166-169	165-168	166-169	168-171	166-169
15	179	178	179	181	179
16	183	182	183	185	183
17	192-193	191-192	192-193	194-195	192-193
18	204	203	204	206	204
19	205	204	205	207	205
20	206	205	206	208	206
21	218-220	217-219	218-220	220-222	218-220
22	231	230	231	233	231
23	233	232	233	235	233
24	250	249	250	252	250
25	261	260	261	263	261
26	247	246	247	249	247
27	255	254	255	257	255
28	256	255	256	258	256
29	293	292	293	295	293
30	300	299	300	302	300
31	302	301	302	304	302

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

A	B	C	D	E	F	G	H	I	J	K	L	M
Tracking #	Jefferson's Ferry 2nd Amended Complaint	Contra Costa County 4th Amended Complaint	EBMUD 1st Amended Complaint	LAWA 2nd Amended Complaint	City of Los Angeles 3rd Amended Complaint	City of Redwood City 1st Amended Complaint	City of Richmond 1st Amended Complaint	City of Riverside 2nd Amended Complaint	SSWD 2nd Amended Complaint	San Diego County 4th Amended Complaint	San Jose (City & RDA) 1st Amended Complaint	San Mateo County 4th Amended Complaint
33	32	325	323	322	323	323	323	326	323	323	324	323
34	33	327-365	325-363	324-362	325-363	325-363	325-363	328-366	325-363	325-363	326-364	325-363
35	34	367-371	365-369	364-368	365-369	365-369	365-369	368-372	365-369	365-369	366-370	365-369
36	35	372-381	370-379	369-378	370-379	370-379	370-379	373-382	370-379	370-379	371-380	370-379
37	36	383-384	381-382	380-381	381-382	381-382	381-382	384-385	381-382	381-382	382-383	381-382
38	37	385-500	383-498	382-497	383-498	383-498	383-498	386-501	383-498	383-498	384-499	383-498
39	38	538	536	535	536	536	536	539	536	536	537	536
40	39	540	538	537	538	538	538	541	538	538	539	538
41	40	541	539	538	539	539	539	542	539	539	540	539
42	41	557	555	554	555	555	555	558	555	555	556	555
43	42	559	557	556	557	557	557	560	557	557	558	557
44	43	560	558	557	558	558	558	561	558	558	559	558
45	44	575	573	572	573	573	573	576	572	572	574	573
46	45	577-580	575-578	574-577	575-578	575-578	575-578	578-581	575-578	575-578	576-579	575-578
47	46	589	587	586	587	587	587	590	587	587	588	587
48	47	606	604	603	604	604	604	607	604	604	605	604
49	48	608	606	605	606	606	606	609	606	606	607	606
50	49	650	689	667	768	648	648	772	654	682	649	671
51	50	658	697	675	776	656	656	780	662	690	657	679
52	51	669	708	686	787	667	667	791	673	701	668	690
53	52	671	710	688	789	669	669	793	675	703	670	692
54	53	674-675	713-714	691-692	792-793	672-673	672-673	796-797	678-679	706-707	673-674	695-696
55	54	676	715	693	794	674	674	798	680	708	675	697
56	55	677-684	716-723	694-701	795-802	675-682	675-682	799-806	681-688	709-716	676-683	698-705
57	56	689-691	728-730	706-708	807-809	687-689	687-689	811-813	693-695	721-723	688-690	710-712
58	57	697-698	736-737	714-715	815-816	695-696	695-696	819-820	701-702	729-730	696-697	718-719
59	58	700	739	717	818	698	698	822	704	732	699	721
60	59	704	743	721	822	702	702	826	708	736	703	725
61	60	712	751	729	830	710	710	834	716	744	711	733
62	61	719	758	736	837	717	717	841	723	751	718	740
63	62	725-731	764-770	742-748	843-849	723-729	723-729	847-853	729-735	757-767	724-730	746-752

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

	N	O	P	Q	R
	SF RDA 1st Amended Complaint	SMUD 2nd Amended Complaint	City of Stockton 4th Amended Complaint	Stockton RDA & PFA 2nd Amended Complaint	Tulare County 2nd Amended Complaint
1	33	323	322	323	323
33	34	325-363	324-362	325-363	325-363
34	35	365-369	364-368	365-369	365-369
35	36	370-379	369-378	370-379	370-379
36	37	381-382	380-381	381-382	381-382
37	38	383-498	382-497	383-498	383-498
38	39	536	535	536	536
39	40	538	537	538	538
40	41	539	538	539	539
41	42	555	554	555	555
42	43	557	556	557	557
43	44	558	557	558	558
44	45	573	572	573	573
45	46	575-578	574-577	575-578	575-578
46	47	587	586	587	587
47	48	604	603	604	604
48	49	606	605	606	606
49	50	648	674	673	672
50	51	656	682	681	680
51	52	667	693	692	691
52	53	669	695	694	693
53	54	672-673	698-699	697-698	696-697
54	55	674	700	699	698
55	56	675-682	701-707	700-707	699-706
56	57	687-689	713-715	712-714	711-713
57	58	695-696	721-722	720-721	719-720
58	59	698	724	723	722
59	60	702	728	727	726
60	61	710	736	735	734
61	62	717	743	742	741
62	63	723-729	749-755	748-754	747-753

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

	A	B	C	D	E	F	G	H	I	J	K	L	M
	Tracking 1 #	Jefferson's Ferry 2nd Amended Complaint	Contra Costa County 4th Amended Complaint	EBMUD 1st Amended Complaint	LAWA 2nd Amended Complaint	City of Los Angeles 3rd Amended Complaint	City of Redwood City 1st Amended Complaint	City Richmond 1st Amended Complaint	City Riverside 2nd Amended Complaint	SSWD 2nd Amended Complaint	San Diego County 4th Amended Complaint	San Jose (City & RDA) 1st Amended Complaint	San Mateo County 4th Amended Complaint
64	63	734-735	773-774	732-733	751-752	852-853	732-733	732-733	856-857	738-739	770-771	733-734	755-756
65	64	770	809	768	787	888	768	768	892	774	802	769	791

EXHIBIT A
CORRELATION CHART OF NEW ALLEGATIONS

	N	O	P	Q	R
	SF RDA 1st Amended Complaint	SMUD 2nd Amended Complaint	City of Stockton 4th Amended Complaint	Stockton RDA & PFA 2nd Amended Complaint	Tulare County 2nd Amended Complaint
1	732-733	758-759	757-758	751-752	756-757
64	768	794	793	787	792
65					

Exhibit B

EXHIBIT B
NEW CLIENT SPECIFIC ALLEGATIONS

	A	B	C	D	E	F	G	H	I	J
1	Contra Costa County 4th Amended Complaint	City of Los Angeles 3rd Amended Complaint	City Riverside 2nd Amended Complaint	SSWD 2nd Amended Complaint	San Jose (City & RDA) 1st Amended Complaint	SMUD 2nd Amended Complaint	City of Stockton 4th Amended Complaint	Stockton RDA & PFA 2nd Amended Complaint	Tulare County 2nd Amended Complaint	Jefferson's Petty 2nd Amended Complaint
2	663-664; 680	646-647; 649- 650; 652-653; 655-656; 659- 660; 662-663; 687-688; 690- 691; 693-695; 697-698; 704- 705; 707; 710- 711; 713-714; 716; 718-719; 738; 747; 749; 759; 761	648-649; 651- 652; 654-655; 660-661; 666; 668-669; 671- 675; 677-678; 683-684; 686- 687; 689-690; 692-693; 698- 700; 702-703; 705-706; 708- 709; 711-712; 714; 717-718; 720; 723; 732; 733	100-103; 645-648	100-101; 103-104	97-99; 109-111; 650; 652; 655-656; 660; 666	648-649; 650; 661; 664	650-652; 657; 659	645-646; paragraph A	Preamble, 26, 29, 30 Prayer for Relief